

**DECLARATION**

As a below named inventor, I declare that:

My residence, post office address and citizenship are as stated below next to my name; I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural inventors are named below) of the subject matter which is claimed and for which a patent is sought on the invention entitled: **PRACTICAL IN VITRO SIALYLATION OF RECOMBINANT GLYCOPROTEINS** the specification of which        is attached hereto or   X   was filed on January 15, 1998 as Application No. 09/007,741 and was amended on        (if applicable).

I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above. I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, Section 1.56. I claim foreign priority benefits under Title 35, United States Code, Section 119 of any foreign applications(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed.

**Prior Foreign Application(s)**

Country	Application No.	Date of Filing	Priority Claimed Under 35 USC 119
			Yes <u>      </u> No <u>      </u>
			Yes <u>      </u> No <u>      </u>

I hereby claim the benefit under Title 35, United States Code §119(e) of any United States provisional application(s) listed below:

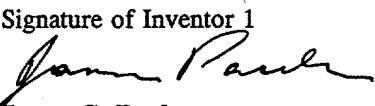
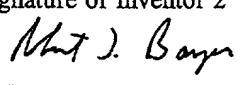
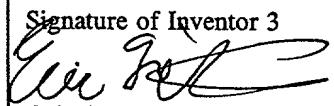
Application No.	Filing Date
60/035,710	January 16, 1997

I claim the benefit under Title 35, United States Code, Section 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, section 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, section 1.56 which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

Application No.	Date of Filing	Status
		<u>      </u> Patented <u>      </u> Pending <u>      </u> Abandoned
		<u>      </u> Patented <u>      </u> Pending <u>      </u> Abandoned

Full Name of Inventor 1	Last Name Paulson	First Name James	Middle Name or Initial C.	
Residence & Citizenship	City Del Mar	State/Foreign Country California	Country of Citizenship U.S.A.	
Post Office Address	Post Office Address 209 Torrey Pines Terrace	City Del Mar	State/Country California	Zip Code 92014
Full Name of Inventor 2	Last Name Bayer	First Name Robert	Middle Name or Initial J.	
Residence & Citizenship	City San Diego	State/Foreign Country California	Country of Citizenship U.S.A.	
Post Office Address	Post Office Address 6105 Dirac Street	City San Diego	State/Country California	Zip Code 92122
Full Name of Inventor 3	Last Name Sjoberg	First Name Eric	Middle Name or Initial	
Residence & Citizenship	City San Diego	State/Foreign Country California	Country of Citizenship U.S.A.	
Post Office Address	Post Office Address 12639 Crest Knolls Court	City San Diego	State/Country California	Zip Code 92130

I further declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Signature of Inventor 1  James C. Paulson	Signature of Inventor 2  Robert J. Bayer	Signature of Inventor 3  Eric Sjoberg
Date 7/8/1998	Date 7/8/96	Date 7/8/98

**POWER OF ATTORNEY BY ASSIGNEE**

Cytel Corporation is the Assignee of the invention entitled: IMPROVED EXPRESSION VECTORS, the specification of which    is attached hereto or X was filed on January 15, 1998 as Application Serial No. 09/007,741.

Assignee hereby appoints the following attorney(s) and/or agent(s) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith.

Kevin L. Bastian, Reg. No. 34,774

Timothy L. Smith, Reg. No. 35,367

William M. Smith, Reg. No. 30,223

Send Correspondence to:

Timothy L. Smith  
TOWNSEND and TOWNSEND and CREW LLP  
Two Embarcadero Center, 8th Floor  
San Francisco, CA 94111-3834

Direct Telephone Calls to:

(Name, reg. no., tele. no.)  
Timothy L. Smith  
Reg. No. 35,367  
(415) 576-0200

Cytel Corporation

Date: July 8, 1998

By: Virgil Thompson  
(Signature)

Name: Virgil Thompson  
Title: President and CEO

**CERTIFICATE UNDER 37 C.F.R. § 3.75(b)**

Applicant: James C. Paulson, Robert J. Bayer and Eric Sjoberg

Application No.: 09/007,741 Filed: January 15, 1998

For: PRACTICAL IN VITRO SIALYLATION OF RECOMBINANT GLYCOPROTEINS

Cytel Corporation, a Delaware corporation  
(Name of Assignee) (Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

certifies that it is the assignee of the entire right, title and interest in the patent application identified above by virtue of either:

A.  An assignment from the inventor(s) of the patent application identified above. The assignment was recorded in the Patent and Trademark Office at Reel \_\_\_\_\_, Frame(s) \_\_\_\_\_, or for which a copy thereof is attached.

OR

B.  A chain of title from the inventor(s), of the patent application identified above, to the current assignee as shown below:

1. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at  
Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.

2. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at  
Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.

3. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at  
Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.

Additional documents in the chain of title are listed on a supplemental sheet.

Copies of assignments or other documents in the chain of title are attached.

The undersigned has reviewed all the documents in the chain of title of the patent application identified above and, to the best of undersigned's knowledge and belief, title is in the assignee identified above.

The undersigned (whose title is supplied below) is empowered to act on behalf of the assignee.

I hereby declare that all statements made herein of my own knowledge are true, and that all statements made on information and belief are believed to be true; and further, that these statements are made with the knowledge that willful false statements, and the like so made, are punishable by fine or imprisonment, or both, under Section 1001, Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Date : Virgil Thompson 7/8/98

Name : Virgil Thompson

Title : President and CEO

Signature : Virgil Thompson

**ASSIGNMENT OF PATENT APPLICATION**

**JOINT**

WHEREAS, James C. Paulson, a citizen of the U.S.A. residing at 209 Torrey Pines Terrace, Del Mar, California 92014; Robert J. Bayer, a citizen of the U.S.A. residing at 6105 Dirac Street, San Diego, California 92122; and Eric Sjoberg, a citizen of the U.S.A. residing at 12639 Crest Knolls Court, San Diego, California 92130, hereinafter referred to as "Assignors," are the inventors of the invention described and set forth in the below identified application for United States Letters Patent:

Title of the Invention: **PRACTICAL IN VITRO SIALYLATION OF RECOMBINANT GLYCOPROTEINS**

Date(s) of execution of Declaration: 7/8/98

Filing date: January 15, 1998 Application No.: 09/007,741; and

WHEREAS, Cytel Corporation a Delaware corporation, located at 3525 John Hopkins Court, San Diego, California 92121, hereinafter referred to as "Assignee," is desirous of acquiring an interest in the invention and application and in any Letters Patent and Registrations which may be granted on the same;

For good and valuable consideration, receipt of which is hereby acknowledged by Assignors, Assignors have assigned, and by these presents do assign to Assignee all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial designs), and in and to any Letters Patent and Registrations which may hereafter be granted on the same in the United States and all countries throughout the world, and to claim the priority from the application as provided by the Paris Convention. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignors had this assignment not been made, for the full term of any Letters Patent and Registrations which may be granted thereon, or of any division, renewal, continuation in whole or in part, substitution, conversion, reissue, prolongation or extension thereof.

Assignors further agree that they will, without charge to Assignee, but at Assignee's expense, (a) cooperate with Assignee in the prosecution of U.S. Patent applications and foreign counterparts on the invention and any improvements, (b) execute, verify, acknowledge and deliver all such further papers, including patent applications and instruments of transfer and (c) perform such other acts as Assignee lawfully may request to obtain or maintain Letters Patent and Registrations for the invention and improvements in any and all countries, and to vest title thereto in Assignee, or Assignee's successors and assigns.

EQUITY INVESTMENT FUND

IN TESTIMONY WHEREOF, Assignors have signed their names on the dates indicated.

Date: 7/8/1998

*James Paulson*  
\_\_\_\_\_  
James C. Paulson

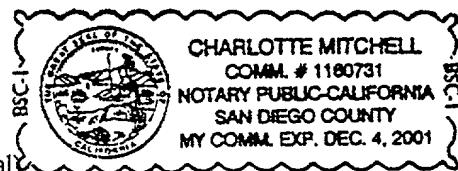
STATE OF CALIFORNIA

COUNTY OF SAN DIEGO

On 7/8/98, before me, CHARLOTTE MITCHELL (here insert name and title of the officer), personally appeared James C. Paulson, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, execute the instrument.

WITNESS my hand and official seal.

*Charlotte Mitchell*  
*(Rat). Bayer* @  
Signature \_\_\_\_\_ (Seal)



Date: July 8, 1998

*(Rat). Bayer*  
\_\_\_\_\_  
Robert J. Bayer

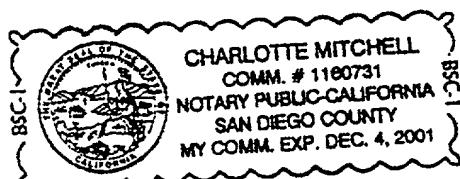
STATE OF CALIFORNIA

COUNTY OF SAN DIEGO

On 7/8/98, before me, CHARLOTTE MITCHELL (here insert name and title of the officer), personally appeared Robert J. Bayer, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, execute the instrument.

WITNESS my hand and official seal.

Signature Charlotte Mitchell (Seal)



Date: 7/8/98

Eric Sjoberg  
Eric Sjoberg

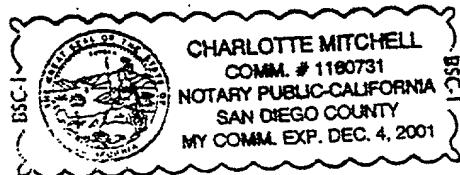
STATE OF CALIFORNIA

COUNTY OF SAN DIEGO

On 7/8/98, before me, CHARLOTTE MITCHELL (here insert name and title of the officer), personally appeared Eric Sjoberg, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, execute the instrument.

WITNESS my hand and official seal.

Signature Charlotte Mitchell (Seal)



ASSIGN.MRG 9/96; TLS/mcd; H:\work\TLS\CYT112-1.ASN